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15337-B

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD\*  
CHARLES T. KAPPLER  
JOHN H. DOYLE\*  
RICHARD N. BAGENSTOS  
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\*ALSO ADMITTED IN NEW YORK  
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OF COUNSEL  
URBAN A. LESTER

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February 21, 1990

15337-B  
FEB 22 1990 - 1 05 PM  
INTERSTATE COMMERCE COMMISSION

Ms. Noreta R. McGee  
Secretary  
INTERSTATE COMMERCE COMMISSION  
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are an original and five copies of a letter of Partial Release dated February 14, 1990, a secondary document as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The enclosed document relates to the Security Agreement (Equipment Mortgage and Assignment of Leases) dated as of October 11, 1987 and the Amended and Restated Security Agreement (Equipment Mortgage and Assignment of Leases) dated as of August 9, 1989, each executed by Wisconsin Central Ltd. in favor of Irving Trust Company, which documents were filed and recorded on October 20, 1987 and August 15, 1989 under Recordation Numbers 15337 and 15337-A, respectively.

The name and address of the party executing the enclosed document is:

The Bank of New York  
(formerly Irving Trust Company)  
One Wall Street  
New York, New York 10015

The railroad equipment covered by the enclosed document is set forth in Exhibit A attached hereto and made a part hereof.

Also enclosed is a check in the amount of \$15 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return stamped copies of the enclosed document not needed for your files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.


*Cambridge*

Ms. Noreta R. McGee  
Interstate Commerce Commission  
February 21, 1990  
Page 2

A short summary of the enclosed document to appear in the Commission's Index is:

Partial Release Letter dated February 14, 1990 executed by The Bank of New York covering 400 covered hopper cars, WC 84000 - WC 84399, both inclusive.

Very truly yours,

  
Charles T. Kappler

Enclosures

CTK/bg

EXHIBIT A

The Equipment consists of the rail cars (but not the leasehold interest therein) described below leased to Wisconsin Central Ltd. by GATX Leasing Corporation pursuant to an Equipment Lease dated as of February 15, 1990:

400 covered hopper cars, each 3000 cubic feet with 2 compartments, bearing the road numbers WC 84000 through WC 84399 (inclusive).

**Interstate Commerce Commission**  
Washington, D.C. 20423

2/22/90

OFFICE OF THE SECRETARY

Charles T. Kappler  
Alvord & Alvord  
918 16th St N.W.  
Washington, D.C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/22/90 at 1:05pm, and assigned recordation number(s). 15337-B

Sincerely yours,



Noreta R. McGee  
Secretary

Enclosure(s)

February 14, 1990

15337-13  
FEB 22 1990 -1 05 PM

INTERSTATE COMMERCE COMMISSION

Ms. Noretta McGee  
Secretary  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Room 2303  
Washington, D.C. 20423

Dear Ms. McGee:

The Bank of New York (formerly, Irving Trust Company) releases the equipment identified in attached Exhibit A to this letter (the "Equipment") from any security interest of The Bank of New York (formerly, Irving Trust Company), as Collateral Agent, in or to the Equipment that may be created by and pursuant to (i) the Security Agreement (Equipment Mortgage and Assignment of Leases) dated as of October 11, 1987 executed by Wisconsin Central Ltd. in favor of Irving Trust Company (Recordation Number 15337, Recorded on October 20, 1987) or (ii) the Amended and Restated Security Agreement (Equipment Mortgage and Assignment of Leases) dated as of August 9, 1989 executed by Wisconsin Central Ltd. in favor of Irving Trust Company (Recordation No. 15337-A, Recorded on August 15, 1989) (together, the "Security Agreements").

This partial release is filed for precautionary purposes only, and this filing should in no way be construed as an acknowledgement or evidence (i) that any security interest in or to the Equipment is created by the Security Agreements, or (ii) that the Equipment Lease dated as of February 15, 1990 between GATX Leasing Corporation and Wisconsin Central Ltd. referred to in attached Exhibit A ("GATX Lease") is anything other than a true lease, or (iii) that Wisconsin Central Ltd. acquires anything other than a leasehold interest in the Equipment pursuant to or under the GATX Lease. The Bank of New York will continue to have a security interest in the Lessee's interest in the GATX Lease, which security interest will not be affected hereby.

Once recorded, please send a stamped copy of this partial release to David Mayer, Esq., GATX Leasing Corporation, Four Embarcadero Center, San Francisco, California 94111.

Sincerely,

The Bank of New York  
(formerly, Irving Trust Company)

Original Signed

By:

Lawrence W. Lee

Executive Vice President

## EXHIBIT A

The Equipment consists of the rail cars (but not the leasehold interest therein) described below leased to Wisconsin Central Ltd. by GATX Leasing Corporation pursuant to an Equipment Lease dated as of February 15, 1990:

400 covered hopper cars, each 3000 cubic feet with 2 compartments, bearing the road numbers WC 84000 through WC 84399 (inclusive).

State of New York

County of New York

S.S.

I, Henry Bender, a notary public in and for, and residing in the said County, in the State aforesaid, do hereby certify, that Lawrence W. Lee personally known to me to be the same person whose name is subscribed to the foregoing Instrument appeared before me this day in person, and acknowledge that he signed, sealed and delivered the said Instrument as his free and voluntary act, for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 14th day of February 1990.

Henry Bender  
Notary Public

(SEAL)

HENRY BENDER  
NOTARY PUBLIC, State of New York  
No. 30-5257110  
Qualified in Nassau County  
Term Expires Nov 30, 1990